

# **EXHIBIT A**

# ORIGINAL

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
CORE-MARK INTERNATIONAL, INC.,	)	Case No. 03-10944 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
In re:	)	Chapter 11
FLEMING COMPANIES, INC.,	)	Case No. 03-10945 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
In re:	)	Chapter 11
ABCO FOOD GROUP, INC.,	)	Case No. 03-10946 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
In re:	)	Chapter 11
ABCO MARKETS, INC.,	)	Case No. 03-10947 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
In re:	)	Chapter 11
ABCO REALTY CORP.,	)	Case No. 03-10948 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
In re:	)	Chapter 11
ASI OFFICE AUTOMATION, INC.,	)	Case No. 03-10949 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	

In re:	)	Chapter 11
C/M PRODUCTS, INC.,	)	Case No. 03-10952 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
CORE-MARK INTERRELATED COMPANIES, INC.,	)	Case No. 03-10951 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
CORE-MARK MID-CONTINENT, INC.,	)	Case No. 03-10950 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
DUNIGAN FUELS, INC.,	)	Case No. 03-10973 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
FAVAR CONCEPTS, LTD.,	)	Case No. 03-10953 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
FLEMING FOODS MANAGEMENT CO., L.L.C.,	)	Case No. 03-10954 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	

In re:	)	Chapter 11
FLEMING FOODS OF TEXAS, L.P.,	)	Case No. 03-10955 (MFW)
Debtor.	)	[Related Docket No. 3]
<hr/>		
In re:	)	Chapter 11
FLEMING INTERNATIONAL, LTD.,	)	Case No. 03-10956 (MFW)
Debtor.	)	[Related Docket No. 3]
<hr/>		
In re:	)	Chapter 11
FLEMING SUPERMARKETS OF FLORIDA, INC.,	)	Case No. 03-10958 (MFW)
Debtor.	)	[Related Docket No. 3]
<hr/>		
In re:	)	Chapter 11
FLEMING TRANSPORTATION SERVICE, INC.,	)	Case No. 03-10957 (MFW)
Debtor.	)	[Related Docket No. 3]
<hr/>		
In re:	)	Chapter 11
FOOD 4 LESS BEVERAGE COMPANY, INC.,	)	Case No. 03-10959 (MFW)
Debtor.	)	[Related Docket No. 3]
<hr/>		
In re:	)	Chapter 11
FUELSERV, INC.,	)	Case No. 03-10960 (MFW)
Debtor.	)	[Related Docket No. 3]
<hr/>		

In re:	)	Chapter 11
GENERAL ACCEPTANCE CORPORATION,	)	Case No. 03-10961 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
HEAD DISTRIBUTING COMPANY,	)	Case No. 03-10963 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
MARQUISE VENTURES COMPANY, INC.,	)	Case No. 03-10962 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
MINTER-WEISMAN CO.,	)	Case No. 03-10964 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
PIGGLY WIGGLY COMPANY	)	Case No. 03-10965 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	
In re:	)	Chapter 11
PROGRESSIVE REALTY, INC.,	)	Case No. 03-10966 (MFW)
Debtor.	)	[Related Docket No. 3]
_____	)	

In re:	)	Chapter 11
	)	
RAINBOW FOOD GROUP, INC.,	)	Case No. 03-10967 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
_____	)	
In re:	)	Chapter 11
	)	
RETAIL INVESTMENTS, INC.,	)	Case No. 03-10968 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
_____	)	
In re:	)	Chapter 11
	)	
RETAIL SUPERMARKETS, INC.,	)	Case No. 03-10970 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
_____	)	
In re:	)	Chapter 11
	)	
RFS MARKETING SERVICES, INC.,	)	Case No. 03-10971 (MFW)
	)	[Related Docket No. 3]
Debtor.	)	
_____	)	
In re:	)	Chapter 11
	)	
RICHMAR FOODS, INC.,	)	Case No. 03-10972 (MFW)
	)	
Debtor.	)	[Related Docket No. 3]
_____	)	

**ORDER DIRECTING JOINT ADMINISTRATION OF THE DEBTORS'**  
**CHAPTER 11 CASES PURSUANT TO FED. R. BANKR. P. 1015(b)**

Upon the motion ("Motion")<sup>1</sup> of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), for entry of an order ("Order"), pursuant to Rule

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning given them in the Motion.

1015(b) of the Federal Rules of Bankruptcy Procedure, and Rule 1015-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware authorizing and directing the joint administration of the above-captioned chapter 11 cases ("Cases"); and upon consideration of the Motion and all responses thereto, and the Affidavit of Peter M. Willmott, Chief Executive Officer of Fleming Companies, Inc. in Support of Certain First Day Motions; and due and adequate notice of the Motion having been given under the circumstances; and it appearing that this a core proceeding pursuant to 28 U.S.C. § 157(a); and it appearing that the Debtors are "affiliates" within the meaning of section 101(2) of the Code; and it appearing that joint administration of the Chapter 11 Cases is appropriate pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1; and it appearing that the relief requested is in the best interests of the Debtors, their respective estates, creditors and equity security holders; and after due deliberation and sufficient cause appearing therefor; it is hereby

ORDERED, that the Motion be and hereby is granted; and it is further

ORDERED, that these Chapter 11 Cases shall be, and hereby are, consolidated for procedural purposes only and shall be administered jointly by the Court in accordance with Bankruptcy Rule 1015(b) and Local Rule 1015-1; and it is further

ORDERED, that nothing contained in this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the Chapter 11 Cases; and it is further

ORDERED, that the Clerk of the Court shall maintain one file and one docket for all of these jointly administered Chapter 11 Cases, which file and docket shall be the file and docket for ; and it is further

ORDERED, that the caption of these jointly administered Cases shall be as follows:

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
Fleming Companies, Inc., <u>et al.</u> , <sup>1</sup>	)	Case No. 03-10945 (MFW)
	)	(Jointly Administered)
Debtors.	)	

<sup>1</sup> The Debtors are the following entities: Core-Mark International, Inc.; Fleming Companies, Inc.; ABCO Food Group, Inc.; ABCO Markets, Inc.; ABCO Realty Corp.; ASI Office Automation, Inc.; C/M Products, Inc.; Core-Mark Interrelated Companies, Inc.; Core-Mark Mid-Continent, Inc.; Dunigan Fuels, Inc.; Favar Concepts, Ltd.; Fleming Foods Management Co., L.L.C.; Fleming Foods of Texas, L.P.; Fleming International, Ltd.; Fleming Supermarkets of Florida, Inc.; Fleming Transportation Service, Inc.; Food 4 Less Beverage Company, Inc.; Fuelserv, Inc.; General Acceptance Corporation; Head Distributing Company; Marquise Ventures Company, Inc.; Minter-Weisman Co.; Piggly Wiggly Company; Progressive Realty, Inc.; Rainbow Food Group, Inc.; Retail Investments, Inc.; Retail Supermarkets, Inc.; RFS Marketing Services, Inc.; and Richmar Foods, Inc.

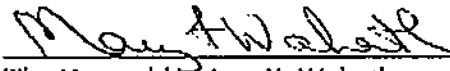
ORDERED, that a docket entry shall be made in each of the Debtors' Cases substantially as follows:

"An order has been entered in this case directing under Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware the procedural consolidation and joint administration of the chapter 11 Cases of ABCO Food Group, Inc., ABCO Markets, Inc., ABCO Realty Corp., ASI Office Automation, Inc., C/M Products, Inc., Core-Mark International, Inc., Core-Mark Interrelated Companies, Inc., Core-Mark Mid-Continent, Inc., Dunigan Fuels, Inc., Favar Concepts, Ltd., Fleming Foods Management Co., L.L.C., Fleming Foods of Texas, L.P., Fleming International, Ltd., Fleming Supermarkets of Florida, Inc., Fleming



Transportation Service, Inc., Food 4 Less Beverage Company, Inc., Fuelserv, Inc., General Acceptance Corporation, Ilead Distributing Company, Marquise Ventures Company, Inc., Minter-Weisman Co., Piggly Wiggly Company, Progressive Realty, Inc., Rainbow Food Group, Inc., Retail Investments, Inc., Retail Supermarkets, Inc., RFS Marketing Services, Inc., and Richmar Foods, Inc., that have concurrently commenced chapter 11 cases. Hereafter, the docket of Fleming Companies, Inc., Case No. 03-10945 (MFW) should be consulted for all matters affecting these debtors."

Dated: April 3, 2003



The Honorable Mary F. Walrath  
United States Bankruptcy Judge